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and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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:  
**In re** : **Chapter 11 Case No.**  
:  
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (JMP)**  
:  
**Debtors.** : **(Jointly Administered)**  
:  
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**DEBTORS' NOTICE OF REVISED UTILITY SERVICE LIST**

**PLEASE TAKE NOTICE** that, pursuant to the Order Pursuant to Sections 105(a) and 366 of the Bankruptcy Code (I) Approving the Debtors' Proposed Form of Adequate Assurance of Payment, (II) Resolving Objections by Utility Companies, and (III) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service [Docket No. 1096],<sup>1</sup> Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases (together, the "Debtors") hereby supplement the Utility Service List as set forth in the revised Utility Service List annexed hereto as Exhibit A (the "Revised Utility Service List"). The Order is annexed hereto as Exhibit B.

**PLEASE TAKE FURTHER NOTICE** that requests, if any, for an Adequate Assurance Deposit by any New Utility Company listed on the Revised Utility Service List shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and the Local Rules of the Bankruptcy Court for the Southern District of New York, shall set forth the name of the New Utility Company, the basis for the requested Adequate Assurance Deposit and the specific grounds thereof, shall be filed with the Bankruptcy Court electronically in accordance with General Order M-242 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)) by registered users of the Bankruptcy Court's case filing system and by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with two hard copies delivered directly to Chambers), and shall be served upon: (i) the chambers of the Honorable James M. Peck, One Bowling Green, New York, New York

<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Order.

10004, Courtroom 601; (ii) Weil Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Shai Y. Waisman, Esq., attorneys for the Debtors; (iii) the Office of the United States Trustee for the Southern District of New York (the "U.S. Trustee"), 33 Whitehall Street, 21st Floor, New York, New York 10004 Attn: Andy Velez-Rivera, Esq., Paul Schwartzberg, Esq., Brian Masumoto, Esq., Linda Riffkin, Esq., and Tracy Hope Davis, Esq.; and (iv) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005, Attn: Dennis F. Dunne, Esq., Dennis O'Donnell, Esq., and Evan Fleck, Esq., attorneys for the official committee of unsecured creditors appointed in these cases so as to be filed and received by no later than **June 1, 2009 at 12:00 noon (Prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that unless a written request for an Adequate Assurance Deposit is timely served and filed as set forth above, the New Utility Company shall be deemed to have adequate assurance that is satisfactory to it, within the meaning of section 366 of the Bankruptcy Code.

Dated: May 21, 2009  
New York, New York

/s/ Shai Y. Waisman  
Shai Y. Waisman

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Attorneys for Debtors  
and Debtors in Possession

**EXHIBIT A**

**Revised Utility Service List**

## Revised Utility Service List

<b>Lehman Brothers Holdings Inc., et al.,</b>				
<b>List of Utility Companies</b>				
<b><u>Building Location</u></b>	<b><u>Utility Company Name</u></b>	<b><u>Address</u></b>	<b><u>Type of Service</u></b>	<b><u>Account Number</u></b>
101 Hudson St. Jersey City, NJ	PSE&G	P.O. Box 14106 New Brunswick, NJ 08906	Electric	2194114238 2195699213
399 Park Avenue, New York, NY	Con Edison	JAF Station, P.O. Box 1701, New York, NY 10116	Gas	2195696028 2194427104
085 Tenth Avenue	Con Edison	JAF Station, P.O. Box 1701, New York, NY 10116	Electric	42-7201-0008-0000-2
1127 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	49-4071-0009-0100-3
1128 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21652380929717
1129 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21658901352743
1130 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21668597353643
1131 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21669668000105
1132 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21677106051260
1133 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21666406100148
1134 Euclid Avenue, Cleveland, OH 44115	Cleveland Public Power	P.O. 5637, Cleveland, OH 44101	Electric	21624162554334
1135 Euclid Avenue, Cleveland, OH 44115	Division of water	P.O. 94540, Cleveland, OH 44101	Water	4310005958
1136 Euclid Avenue, Cleveland, OH 44115	Dominion	P.O. 26225, Richmond, VA 23260		01483643001-1
1137 Euclid Avenue, Cleveland, OH 44115	Interstate Gas	P.O. 631919, Cincinnati, OH 45263	Gas	53325
1138 Euclid Avenue, Cleveland, OH 44115	Illuminating	P.O. 3638, Akron, OH 44309		1184
1139 Euclid Avenue, Cleveland, OH 44115	Illuminating	P.O. 3638, Akron, OH 44309		110023197400
1140 Euclid Avenue, Cleveland, OH 44115	NEORS	P.O. 94550, Cleveland, OH 44101		110023975896
1141 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	01373526001-1
1142 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	229315702
1143 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	233193801
1144 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	228465004
1145 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	222818503
1146 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	216501801
1147 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	228561604
1148 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	235373901
1149 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	234921801
1150 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	229500004
1151 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	226559601
1152 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	219544802
			Internet / Cable	227333403

## Revised Utility Service List

<u>Building Location</u>	<u>Utility Company Name</u>	<u>Address</u>	<u>Type of Service</u>	<u>Account Number</u>
Parkridge 7 - Parking Lot, Colorado	Xcel Energy	P.O. Box 840, Denver, CO 80201	Electric	53-45058234-7
Parkridge 7 - Parking Lot, Colorado	Denver Water	1600 W. 12th Avenue, Denver, CO 80212; P.O. Box 173343, Denver, CO 80217	Water	20028187-01-3
2080 Kalakaua Avenue, Honolulu, HI 96815	Board of Water-Honolulu	City & County of Honolulu, 630 S. Beretania St., Honolulu, HI, 96843-0001	Water	1086861-1064117
2080 Kalakaua Avenue, Honolulu, HI 96815	The Gas Company	P.O. 29850, Honolulu, HI 96820-2250	Gas	163862100508
2080 Kalakaua Avenue, Honolulu, HI 96815	Hawaiian Electric Company, Inc.	P.O. 3978, Honolulu, HI 96812-3978	Electric	9700-2802-002 9700-2420-005
2080 Kalakaua Avenue, Honolulu, HI 96815	Hawaiian Telecom	P.O. 30770, Honolulu, HI 96820-0770	Telephone	108619211700010 104019326900010 100119326100010 105719325900010
2080 Kalakaua Avenue, Honolulu, HI 96815	Oceanic Time Warner Cable	P.O. 30050, Honolulu, HI 96820-0050	Internet / Cable	1-494362-01-8
410 Ironbridge Drive, Glenwood Springs, CO 81601	Comcast Cable	8000 E. ILIFF Ave., Denver, CO 80231	Telephone	8497 50 551 0226542
410 Ironbridge Drive, Glenwood Springs, CO 81601	Holy Cross Energy	P.O. Box 2150, Glenwood Springs, CO 81602	Electric	501147200 261004002
410 Ironbridge Drive, Glenwood Springs, CO 81601	Qwest	P.O. Box 29040, Phoenix, AZ 85038	Telephone	970-384-0634 777B 970-384-2500 978B 970-384-2186 945B
410 Ironbridge Drive, Glenwood Springs, CO 81601	Source Gas	P.O. Box 5327, Denver, CO 80217	Gas	1312614 752757 752756 1506818
410 Ironbridge Drive, Glenwood Springs, CO 81601	Westbank Water	P.O. Box 3484, Glenwood Springs, CO. 81602	Water	Maint. Bldg. #5 Restroom
410 Ironbridge Drive, Glenwood Springs, CO 81601	Xcel Energy	P.O. Box 840, Denver, CO 80201	Electric	53-1290576-9 53-1009126-0 53-8197325-5
410 Ironbridge Drive, Glenwood Springs, CO 81601	Roaring Fork Water & Sanitation District	PO Box 326, Glenwood Springs, CO 81602	Water	20437.01 20438.01 20439.01 20440.01 20441.01 20442.01 20443.01 20444.01 204.45.01 20446.01 20459.01 20460.01 20461.01 20462.01 20463.01 20464.01 20465.01 20466.01 20467.01 20468.01 20189.01 20351.01 20350.01 20192.01 20225.01

**EXHIBIT B**

**Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re : Chapter 11 Case No.  
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (JMP)  
Debtors. : (Jointly Administered)  
:  
:  
-----X

**ORDER PURSUANT TO SECTIONS  
105(a) AND 366 OF THE BANKRUPTCY CODE  
(I) APPROVING THE DEBTORS' PROPOSED FORM  
OF ADEQUATE ASSURANCE OF PAYMENT, (II) RESOLVING  
OBJECTIONS BY UTILITY COMPANIES, AND (III) PROHIBITING  
UTILITIES FROM ALTERING, REFUSING, OR DISCONTINUING SERVICE**

Upon the motion, dated September 29, 2008 (the "Motion"), of Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors-in-possession (collectively, the "Debtors") and, together with their non-debtor affiliates, "Lehman"), pursuant to sections 105(a) and 366 of title 11 of the United States Code (the "Bankruptcy Code"), (i) for approval of the Debtors' Proposed Adequate Assurance<sup>1</sup>; (ii) to establish procedures for resolving any objections to the Motion by the Utility Companies that the Proposed Adequate Assurance is not adequate; and (iii) to prohibit the Utility Companies from altering, refusing, or discontinuing service, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to such terms in the Motion.

requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to (i) the United States Trustee for the Southern District of New York (the “U.S. Trustee”), (ii) those creditors holding the fifty (50) largest unsecured claims against the Debtors’ estates, (iii) the Securities and Exchange Commission, (iv) the Internal Revenue Service, and (v) the United States Attorney for the Southern District of New York, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the “Hearing”); and the appearances of all interested parties having been noted in the record of the Hearing; and upon the Affidavit of Ian T. Lowitt Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York in Support of First-Day Motions and Applications, and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, its estate and creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the Debtors’ Proposed Adequate Assurance satisfies the requirements under section 366 of the Bankruptcy Code; and it is further

ORDERED that no Utility Company shall (a) discontinue, alter, or refuse service to, or discriminate against, the Debtors on the basis of the commencement of these chapter 11 cases or as a result of any unpaid prepetition charges, or (b) require additional adequate assurance of payment, other than the Adequate Assurance Deposit supplied; and it is further



ORDERED that any Utility Company that failed to file **by no later than 4:00 p.m. (prevailing Eastern Time) on October 13, 2008** its (i) request for an Adequate Assurance Deposit or (ii) an Objection to the Motion is deemed to have adequate assurance that is satisfactory to it, within the meaning of section 366 of the Bankruptcy Code; and it is further

ORDERED that the Debtors are authorized to supplement, as necessary, the list of Utility Companies (a “New Utility Company”) annexed as Exhibit A hereto (the “Utility Service List”), and that this Order shall apply to any such New Utility Company that is subsequently added to the Utility Service List; and it is further

ORDERED that if the Debtors supplement the Utility Service List, they shall serve a copy of this Order and the revised Utility Service List on the New Utility Company and such party will have 10 days from the date of service to respond to the Adequate Assurance Deposit. If New Utility Company fails to respond to the Adequate Assurance Deposit on or before 10 days after service of the revised Utility Service List, that party shall be deemed to have adequate assurance that is satisfactory to it, within the meaning of section 366 of the Bankruptcy Code; and it is further

ORDERED that if Debtors and the New Utility Company are unable to resolve any disputes regarding the Adequate Assurance Deposit on a consensual basis, then the Court shall resolve such dispute at the next scheduled omnibus hearing; *provided, however*, that until such consensual resolution or Court determination, the New Utility Company shall be deemed to have been provided adequate assurance within the meaning of section 366 of the Bankruptcy Code as set forth herein; and it is further

ORDERED that any Adequate Assurance Deposit requested by, and provided to, any Utility Company pursuant to the Motion shall be returned to the Debtors the earlier of the

date the Debtors discontinue Utility Services or the conclusion of these chapter 11 cases; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order; and it is further

ORDERED that nothing in this Order or the Motion shall be deemed to constitute the postpetition assumption or adoption of any agreement pursuant to section 365 of the Bankruptcy Code; and it is further

ORDERED that the Debtors' service of the Motion upon the Utility Companies shall not constitute an admission or concession that such entities are a utility within the meaning of section 366 of the Bankruptcy Code, and the Debtors reserve all rights and defenses with respect thereto.

Dated: New York, New York  
October 16, 2008

s/ James M. Peck  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A TO THE ORDER**

**[Utility Service List]**

<b>Lehman Brothers Holdings Inc., et al.,</b>		<b><u>EXHIBIT A</u></b>		
<b>List of Utility Companies</b>				
<b><u>Building Location</u></b>	<b><u>Utility Company Name</u></b>	<b><u>Address</u></b>	<b><u>Type of Service</u></b>	<b><u>Account Number</u></b>
101 Hudson St. Jersey City, NJ	PSE&G	P.O. Box 14106 New Brunswick, NJ 08906	Electric	2194114238 2195699213 2195696028 2194427104
399 Park Avenue, New York, NY	Con Edison	JAF Station, P.O. Box 1701, New York, NY 10116	Gas	42-7201-0008-0000-2
085 Tenth Avenue	Con Edison	JAF Station, P.O. Box 1701, New York, NY 10116	Electric	49-4071-0009-0100-3
1127 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21652380929717
1128 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21658901352743
1129 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21668597353643
1130 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21669668000105
1131 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21677106051260
1132 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21666406100148
1133 Euclid Avenue, Cleveland, OH 44115	AT&T	P.O. 8100, Aurora, IL 60507	Telephone	21624162554334
1134 Euclid Avenue, Cleveland, OH 44115	Cleveland Public Power	P.O. 5637, Cleveland, OH 44101	Electric	4310005958
1135 Euclid Avenue, Cleveland, OH 44115	Division of water	P.O. 94540, Cleveland, OH 44101	Water	01483643001-1
1136 Euclid Avenue, Cleveland, OH 44115	Dominion	P.O. 26225, Richmond, VA 23260		53325
1137 Euclid Avenue, Cleveland, OH 44115	Interstate Gas	P.O. 631919, Cincinnati, OH 45263	Gas	1184
1138 Euclid Avenue, Cleveland, OH 44115	Illuminating	P.O. 3638, Akron, OH 44309		110023197400
1139 Euclid Avenue, Cleveland, OH 44115	Illuminating	P.O. 3638, Akron, OH 44309		110023975896
1140 Euclid Avenue, Cleveland, OH 44115	NEORS	P.O. 94550, Cleveland, OH 44101		01373526001-1
1141 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	229315702
1142 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	233193801
1143 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	228465004

[Exhibit A to the Order]

<u>Building Location</u>	<u>Utility Company Name</u>	<u>Address</u>	<u>Type of Service</u>	<u>Account Number</u>
1144 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	222818503
1145 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	216501801
1146 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	228561604
1147 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	235373901
1148 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	234921801
1149 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	229500004
1150 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	226559601
1151 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	219544802
1152 Euclid Avenue, Cleveland, OH 44115	TimeWarner	P.O. 0901, Carol Stream, IL 60132	Internet / Cable	227333403
Parkridge 7 - Parking Lot, Colorado	Xcel Energy	P.O. Box 840, Denver, CO 80201	Electric	53-45058234-7
Parkridge 7 - Parking Lot, Colorado	Denver Water	1600 W. 12th Avenue, Denver, CO 80212; P.O. Box 173343, Denver, CO 80217	Water	20028187-01-3